

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
SOLUTIA INC., <i>et al.</i> ,	:
	:
	:
Debtors.	:
-----X	

**Chapter 11**  
**Case No. 03-17949 (PCB)**  
**(Jointly Administered)**

**CERTIFICATION OF JANE SULLIVAN WITH RESPECT TO THE  
TABULATION OF VOTES ON THE DEBTORS FIFTH AMENDED JOINT PLAN**

STATE OF NEW YORK     )  
                                  )     ss.:  
COUNTY OF NEW YORK    )

Jane Sullivan, being duly sworn, deposes and says, under the penalty of perjury:

1. I am Executive Director of Financial Balloting Group LLC (“FBG”), located at 757 Third Avenue, New York, New York 10017, the special noticing, balloting and tabulation agent retained by the above-captioned debtors and debtors in possession (collectively, the “Debtors” or “Solutia”) to assist with the service of Solicitation Packages<sup>1</sup> upon the creditors and equity interest holders of the Debtors in connection with Solutia’s Fifth Amended Joint Plan of Reorganization, dated October 19, 2007 (the “Plan”), and to assist with the tabulation of votes in connection therewith. I am authorized to submit this certification on behalf of FBG. Unless otherwise stated, I have personal knowledge of the facts set forth herein and, if called as a witness, could and would testify competently thereto.

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Order (I) Approving the Disclosure Statement; (II) Establishing a Record Date for Voting on the Plan of Reorganization; (III) Approving Solicitation Procedures; (IV) Approving Rights Offering Procedures; (V) Approving the Forms of Ballots and Manner of Notice; and (VI) Establishing Notice and Objection Procedures for the Confirmation of the Plan (the “Solicitation Procedures Order”).

2. The procedures for the solicitation and tabulation of votes on the Plan are outlined in the Solicitation Procedures Order. Pursuant to the Solicitation Procedures Order, FBG was designated to review, determine the validity of, and tabulate ballots submitted to vote for the acceptance or rejection of the Plan by the holders of Claims and Equity Interests in Class 3 (Senior Secured Note Claims), Class 5 (CPFilms Claims), Class 11 (Monsanto Claim), Class 12 (Noteholder Claims), Class 13 (General Unsecured Claims), Class 14 (Retiree Claim), Class 15 (Pharmacia Claims), Class 19 (Security Claims), and Class 20 (Equity Interests in Solutia) (collectively, the "Voting Classes"). I supervised the tabulation procedures performed by personnel of FBG with respect to the Voting Classes.

3. The professionals of FBG have considerable experience in tabulating the ballots of creditors and security holders with respect to plans of reorganization.

4. FBG was instructed to tabulate ballots submitted by holders in the Voting Classes in accordance with the Solicitation Procedures Order.

5. As specified in the Solicitation Procedures Order, the record date for determining the holders of Claims and Equity Interests in the Voting Classes entitled to vote on the Plan was October 22, 2007 (the "Record Date").

6. Ballots returned by mail, hand delivery, or overnight courier were received by personnel of FBG at the offices of FBG in New York, New York. All ballots received by FBG were date- and time-stamped upon receipt and were processed in accordance with the procedures outlined in the Solicitation Procedures Order.

7. For a ballot to be counted as valid, the ballot must have been properly completed in accordance with the Solicitation Procedures Order and executed by the holder of a

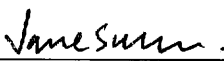
claim or interest, or such holder's authorized representative<sup>2</sup>, and must have been received by FBG by the deadline of 5:00 p.m. Eastern Time on November 26, 2007 (the "Voting Deadline").

8. Ballots that were not validly executed in accordance with the Solicitation Procedures Order and/or were not received by the Voting Deadline were not counted. Any issues with respect to the validity of ballots were resolved by FBG's supervisory personnel in accordance with the guidelines set forth in the Solicitation Procedures Order.

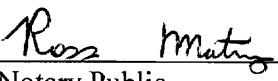
9. All validly executed ballots cast by creditors and interest holders in the Voting Classes and received by FBG on or before the Voting Deadline were tabulated as outlined in the Solicitation Procedures Order.

10. I hereby certify that the results of the voting by creditors in the Voting Classes are as set forth in Exhibit "A" hereto, which is a true and correct copy of the final tabulation of votes cast by timely and properly completed ballots received by FBG.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

  
\_\_\_\_\_  
Jane Sullivan

SUBSCRIBED AND SWORN TO BEFORE ME  
this 28<sup>th</sup> day of November, 2007

  
\_\_\_\_\_  
Notary Public

**ROSS MATRAY**  
**Notary Public, State of New York**  
**No. 01MA614899**  
**Qualified in New York County**  
**Commission Expires July 3, 2010**

<sup>2</sup> The votes in Class 13 cast by Harbinger Capital Partners Master Fund I, Ltd. with respect to the Calpine Central L.P. claim and Decatur Energy Center, LLC claim were tabulated pursuant to the Claim Sale Agreement between Decatur Energy Center, LLC and Calpine Central, L.P. (the "Selling Debtors") and Harbinger Capital Partners Master Fund I, Ltd. and Harbinger Capital Partners Special Situations Fund, L.P. (the "Buyer"), the related Order (A) Authorizing the Sale of Selling Debtors' Claim Against Solutia Inc. to Harbinger Capital Partners Master Fund I, Ltd. and Harbinger Capital Partners Special Situations Fund L.P., Free and Clear of All Liens, Claims, Encumbrances and Other Interests; and (B) Granting Related Relief, dated November 7, 2007, and the executed Evidence of Transfer of Claim.

**Exhibit A**

**SOLUTIA  
TABULATION OF BALLOTS**

	<b>Amount Accepting (% of Amount Voted)</b>	<b>Amount Rejecting (% of Amount Voted)</b>	<b>Number Accepting (% of Amount Voted)</b>	<b>Number Rejecting (% of Amount Voted)</b>
<b>CLASS 3</b> (SENIOR SECURED NOTE CLAIMS)	\$20,027,000.00 (11.38%)	\$155,975,000.00 (88.62%)	12 (24.49%)	37 (75.51%)
<b>CLASS 4</b> (CONVENIENCE CLAIMS)	\$50,000.00 (100.00%)	\$0 (0.00%)	20 (100.00%)	0 (0.00%)
<b>CLASS 5</b> (CPFILMS CLAIMS)	\$5,886,927.69 (100.00%)	\$0 (0.00%)	135 (100.00%)	0 (0.00%)
<b>CLASS 11</b> (MONSANTO CLAIM)	\$825,153,342.82 (100.00%)	\$0.00 (0.00%)	1 (100.00%)	0 (0.00%)
<b>CLASS 12</b> (NOTEHOLDER CLAIMS)	\$145,584,469.59 (100.00%)	\$0.00 (0.00%)	55 (100.00%)	0 (0.00%)
<b>CLASS 13</b> (GENERAL UNSECURED CLAIMS)	\$263,085,532.01 (99.99%)	\$13,059.08 (0.01%)	576 (99.65%)	2 (0.35%)
<b>CLASS 14</b> (RETIREE CLAIM)	\$35,000,000.00 (100.00%)	\$0 (0.00%)	1 (100.00%)	0 (0.00%)
<b>CLASS 15</b> (PHARMACIA CLAIMS)	\$10,114,210.66 (100.00%)	\$0 (0.00%)	1 (100.00%)	0 (0.00%)
<b>CLASS 19</b> (SECURITY CLAIMS)	\$0 (0.00%)	\$0 (0.00%)	0 (0.00%)	0 (0.00%)
<b>CLASS 20</b> (EQUITY INTERESTS IN SOLUTIA)	39,898,020.73 (99.51%)	197,848.44 (0.49%)	N/A	N/A